

UCC FILING & SEARCH SERVICES, INC.

526 East Park Avenue Tallahassee, Florida 32301 (850) 681-6528



HOLD

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01 OCT -3 AM [1:53 SECRETARY OF STATE TALLAHASSEE, FLORIDA

October 3, 2001

9	ERVICES		RPORATION NA  Rehabilitation Ser	AME (S) AND DOCUMENT NUMBER (S): ervices, Inc.	
7	Filing Evidence  Filing Evidence  Plain/Confirmation  Certified Copy  Filing Evidence  Plain/Confirmation  Retrieval Reques  Certified Copy  Certified Copy	on Copy	PG STODAY	Type of Document  Certificate of Status  Certificate of Good Standing  Articles Only  All Charter Documents to Include Articles & Amendments  Fictitious Name Certificate  Other  Other  10/03/01-01016-013  *****78,75 ******78,75	_
	NEW FILINGS	-	AMENDMENTS		,
X	Profit		Amendment		
	Non Profit		Resignation of RA	A Officer/Director	
	Limited Liability		Change of Registe	ered Agent	
	Domestication		Dissolution/Withd	Irawal	
	Other		Merger		

OTHER FILINGS		
	Annual Reports	
_	Fictitious Name	
	Name Reservation	
	Reinstatement	

 REGISTRATION/QUALIFICATION
Foreign
Limited Liability
Reinstatement
Trademark
Other

J. BRYAN OCT - 3 2001

# ARTICLES OF INCORPORATION OF CONTINUCARE REHABILITATION SERVICES, MICHAELS OF STATE OF STATE

# **ARTICLE I**

The name of the corporation is CONTINUCARE REHABILITATION SERVICES, INC. (the "Corporation").

#### ARTICLE II

The address of the principal office and the mailing address of the Corporation is 80 S.W. 8th Street, Suite 2350, Miami, Florida 33130.

### ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock, having a par value of \$.01 per share.

## ARTICLE IV

The street address of the Corporation's initial registered office is 526 East Park Avenue, City of Tallahassee, County of Leon, State of Florida 32301 and the name of its initial registered agent at such office is UCC Filing & Search Services, Inc.

#### ARTICLE V

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors in one (1), and the name and address of the member of the initial Board of Directors, who is to serve as the Corporation's director until successors are duly elected and qualified is: Spencer Angel, 80 S.W. 8 Street, Suite 2350, Miami, Florida 33130.

#### **ARTICLE VI**

The name of the Incorporator is Rebecca R. Orand and the address of the Incorporator is 1221 Brickell Avenue, Suite 2100, Miami, Florida 33131.

# **ARTICLE VII**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 2nd day of October, 2001.

Rebecca R. Orand, Incorporator

# ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of CONTINUCARE REHABILITATION SERVICES, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505. Dated October 3\_\_\_\_, 2001.

UCC Filing & Search Services, Inc.

Agent for Registered Agent

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AHASSEE, FLORIDA